UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

SOURCE INTERLINK DISTRIBUTION, LLC. and SOURCE INTERLINK COMPANIES, INC.,

Plaintiffs,

-against-

AMERICAN MEDIA, INC., BAUER PUBLISHING CO., LP., CURTIS CIRCULATION COMPANY, DISTRIBUTION SERVICES, INC., HACHETTE FILIPACCHI MEDIA U.S., INC., HUDSON NEWS COMPANY, KABLE DISTRIBUTION SERVICES, INC., TIME INC., TIME/WARNER RETAIL SALES & MARKETING, INC. and THE NEWS GROUP, LP.,

Defendants.

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DATE FILED: 14 APR 2009

09-CIV-1152 (PAC)

STIPULATION AND ORDER OF PARTIAL DISMISSAL

WHEREAS, the claims and defenses alleged in the above-captioned action by and among Plaintiffs Source Interlink Distribution, L.L.C. and Source Interlink Companies, Inc., on the one hand, and Defendant Kable Distribution Services, Inc., on the other, have been settled by the parties; it is hereby

STIPULATED, AGREED AND ORDERED by and among the undersigned, that the claims against Defendant Kable Distribution Services, Inc., are dismissed with prejudice and without costs and/or attorneys' fees, each of Plaintiffs and Defendant bearing their own costs and attorneys' fees.

IT IS FURTHER STIPULATED, AGREED AND ORDERED by and among the undersigned that Defendant Kable Distribution Services, Inc. withdraws its participation in the joint motion to dismiss.

Dated: April 14,2009

New York, New York

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By:

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Attorneys for Defendant Kable Distribution Services,

SO ORDERED:

DATED: 14 APR 2009 New York, New York

HONORABLE PAUL'A. CROTTY UNITED STATES DISTRICT JUDGE